



G.G. AUTOMOTIVE GEARS LTD.

REGD. OFF. & WORKS : 2-A, I.S. GAJRA INDUSTRIAL AREA-1, A.B. ROAD, DEWAS - 455 001 (M.P.) INDIA

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CIN : L29130MP1974PLC035049

Date: 29th August, 2019

To,
The Shareholder,

Sub: Intimation of the voting results of the 45th Annual General Meeting of G. G. Automotive Gears Limited (the Company)

Pursuant to the Companies Act, 2013 and the rules made thereunder, please find enclosed herewith the details of voting of the 45th Annual General Meeting ('AGM') of the Company announced today, regarding the approvals sought from the members for the resolutions set forth in the notice convening the AGM dated 29th August 2019.

The resolutions set forth in the above mentioned notice have been passed with requisite majority.

Further, please find enclosed Scrutinizer's Report issued by Mr. Prasad R. Chavan, Partner of HS Associates, Practising Company Secretaries, Mumbai.

Thanking you,

Yours Faithfully,

For G. G. Automotive Gears Limited

Kennedy Ram Gajra
Chairman and Managing Director
DIN: 02092206



ISO 9001 : 2008
Reg. No. : QM 02 00037

Please visit our web site at www.ggautomotive.com

To,
Chairman
G. G. AUTOMOTIVE GAERS LIMITED
2-A, I. S. Gajra Industrial Area-1,
A. B. Road, Dewas,
Madhya Pradesh - 455001.

Dear Sir,

Re: Consolidated Scrutinizer's Report on voting through remote e-voting and physical ballot forms in terms of provisions of the Companies Act, 2013 read with the Rules issue there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A. I, Mr. Prasad R. Chavan, Partner of M/s. HS Associates, Practicing Company Secretaries, appointed as a scrutinizer in the meeting of Board of Directors of the Company held on 27th July, 2019 to conduct the following:-


Remote e-voting process and to scrutinize the **Physical Ballot Forms** received from the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014.


B. The Company had availed the remote e-voting facility provided by Central Depository Services Limited (CDSL) for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Monday, 26th August, 2019 at 9.00 a.m. and ended Wednesday, 28th August, 2019, at 5.00 p.m. and the CDSL remote e-voting platform was blocked thereafter.

C. The votes cast under the remote e-voting facility were thereafter unblocked in the presence of two witnesses (Names, Address and signature below) who were not in employment of the Company and after the conclusion of the voting at the AGM the votes cast there under were counted. Votes cast through physical ballot forms received up to 5:00 p.m. on Wednesday, 28th August, 2019 were considered.



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Name: Ms. Divya Desai
Address: 257 Alakhdham Nagar Colony, Indore
Road, Ujjain, Madhya Pradesh - 456010.


Name: Mr. Ashok Bhargav
Address: 141, Shraddha Shri Colony, MR 9,
Indore, Madhya Pradesh - 452010.

- D. The company had also provided voting by Physical ballot forms to the members who do not have access to remote e-voting.
- E. After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.
- F. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system and physical ballot forms received respectively.
- G. As requested by the management, I am submitting herewith a consolidated report on the results of remote e - voting together with the results of voting through Physical Ballot forms in respect of the said resolutions: -



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Mode of voting: E-voting and Ballot:

Resolution 1: To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended on 31 st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.								
Resolution Required: (Ordinary or Special)			Ordinary					
Whether Promoter/ Promoter group are interested in the agenda / resolution			No					
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	No of Votes - in Favour	No of Votes- against	% of votes in favour on votes polled	%of votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)] *100	(4)	(5)	(6)[(4)/(2)] *100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	2081268	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		1676013	80.53	1676013	Nil	100%	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		2081268	1676013	80.53%	1676013	Nil	100%
Public Institution	E-voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public Non-Institution	E-voting	5834899	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		659724	11.31%	659724	Nil	100%	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		5834899	659724	11.31%	659724	Nil	100%
Total		7916167	2335737	29.51%	2335737	Nil	100%	Nil

*since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll for all the resolutions.



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Resolution 2: To appoint a Director in place of Mr. Kennedy Ram Gajra (DIN: 02092206), who retires by rotation and being eligible, offers himself for re-appointment.								
Resolution Required: (Ordinary or Special)			Ordinary					
Whether Promoter/ Promoter group are interested in the agenda / resolution			No					
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	No of Votes - in Favour	No of Votes- against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	2081268	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		1676013	80.53	1676013	Nil	100%	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total	2081268	1676013	80.53%	1676013	Nil	100%	Nil
Public Institution	E-voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public Non-Institution	E-voting	5834899	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		659724	11.31%	659724	Nil	100%	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total	5834899	659724	11.31%	659724	Nil	100%	Nil
Total		7916167	2335737	29.51%	2335737	Nil	100%	Nil

*since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll for all the resolutions.



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Resolution 3: To appointment of M/s. Mukesh & Associates as Statutory Auditors for the financial year 2019-20.								
Resolution Required: (Ordinary or Special)			Ordinary					
Whether Promoter/ Promoter group are interested in the agenda / resolution			No					
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	No of Votes - in Favour	No of Votes- against	% of votes in favour on votes polled	%of votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)] *100	(4)	(5)	(6)[[(4)/(2)] *100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	2081268	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		1676013	80.53%	1676013	Nil	100%	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total	2081268	1676013	80.53%	1676013	Nil	100%	Nil
Public Institution	E-voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public Non-Institution	E-voting	5834899	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		659724	11.31%	659724	Nil	100%	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total	5834899	659724	11.31%	659724	Nil	100%	Nil
Total		7916167	2335737	29.51%	2335737	Nil	100%	Nil

*since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll for all the resolutions.



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Resolution 4: To Re-Appointment of Mr. Kennedy Ram Gajra (DIN: 02092206) as a Managing Director for a period of Three Years.								
Resolution Required: (Ordinary or Special)			Special					
Whether Promoter/ Promoter group are interested in the agenda / resolution			Yes					
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	No of Votes - in Favour	No of Votes- against	% of votes in favour on votes polled	%of votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	2081268	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total	2081268	Nil	Nil	Nil	Nil	Nil	Nil
Public Institution	E-voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public Non-Institution	E-voting	5834899	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		654724	11.22%	654724	Nil	100%	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total	5834899	654724	11.22%	654724	Nil	100%	Nil
Total		7916167	654724	8.27%	654724	Nil	100%	Nil

Mr. Kennedy Gajra, Bela Bajaj, Indira Gajra and Anmol Gajra considered interested have abstained from voting.

*since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll for all the resolutions.



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Resolution 5: To Re-Appointment of Mr. Pravin Kumar Shishodiya (Din: 03011429) as a Non-Executive Independent Director for a period of Five Years.								
Resolution Required: (Ordinary or Special)			Ordinary					
Whether Promoter/ Promoter group are interested in the agenda / resolution			No					
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	No of Votes - in Favour	No of Votes- against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	2081268	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		1676013	80.53%	1676013	Nil	100%	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total	2081268	1676013	80.53%	1676013	Nil	100%	Nil
Public Institution	E-voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public Non-Institution	E-voting	5834899	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		658392	11.28%	658392	Nil	100%	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total	5834899	658392	11.28%	658392	Nil	100%	Nil
Total		7916167	2334405	29.49%	2334405	Nil	100%	Nil

Mr. Pravin Kumar Shishodiya considered interested and voted on resolution and the same is not considered.

*since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll for all the resolutions.



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Resolution 6: To Re-Appointment of Mr. Shailendra Ajmera(Din: 02138042) as a Non-Executive/Independent Director for a period of Five Years.								
Resolution Required: (Ordinary or Special)			Special					
Whether Promoter/ Promoter group are interested in the agenda / resolution			No					
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	No of Votes - in Favour	No of Votes-against	% of votes in favour on votes polled	%of votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)] *100	(4)	(5)	(6)[[(4)/(2)] *100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	2081268	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		1676013	80.53	1676013	Nil	100%	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		2081268	1676013	80.53%	1676013	Nil	100%
Public Institution	E-voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public Non-Institution	E-voting	5834899	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		659558	11.30%	659558	Nil	100%	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		5834899	659558	11.30%	659558	Nil	100%
Total		7916167	2335571	29.50%	2335737	Nil	100%	Nil

Mr. Shailendra Ajmera considered interested and voted on resolution and the same is not considered.

*since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll for all the resolutions.



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Resolution 7: To adoption of new set of Memorandum of Association as per Companies Act, 2013.								
Resolution Required: (Ordinary or Special)			Special					
Whether Promoter/ Promoter group are interested in the agenda / resolution			No					
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	No of Votes - in Favour	No of Votes- against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	2081268	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		1676013	80.53%	1676013	Nil	100%	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		1676013	80.53%	1676013	Nil	100%	Nil
Public Institution	E-voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public Non-Institution	E-voting	5834899	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		659724	11.31%	659724	Nil	100%	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		659724	11.31%	659724	Nil	100%	Nil
Total		7916167	2335737	29.51%	2335737	Nil	100%	Nil

*since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll for all the resolutions.



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I have handed over the postal ballot forms and other related papers/registers and records for safe custody to Mr. Kennedy Ram Gajra, Managing Director of the Company.

All the aforesaid resolutions from number 1 to 7 (all inclusive) were passed with requisite majority.

For HS Associates,
Company Secretaries,



Prasad R. Chavan
Partner
ACS No: 49921
CP No: 20415



Date: - 29th August, 2019
Place: - Dewas